

IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF TEXAS
MARSHALL DIVISION

- - -

PATTY BEALL, MATTHEW MAXWELL,)
DAVID GRAVELY, TALINA MCELHANY,)
KELLY HAMPTON, CASEY BROWN,)
JASON BONNER, KEVIN TULLOS,)
ANTHONY DODD, ILENE MEYERS,)
TOM O'HAVER, JOY BIBLES, DON)
LOCCHI and MELISSA PASTOR,)
Individually and on behalf of)
all others similarly situated;)

Plaintiffs)

vs.)

TYLER TECHNOLOGIES, INC., and)
EDP ENTERPRISES, INC.)

Defendants.)

2:08-cv-422-TJW

DEPOSITION OF

CHRISTOPHER HEPBURN

PORTLAND, MAINE

AUGUST 18, 2010

ATKINSON-BAKER, INC.
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REPORTED BY: Cheryl C. Pieske, RMR

FILE NO.: A40636E

1	their current business practices that you used to do as	08:57:32
2	an implementation specialist and support specialist --	08:57:36
3	actually, we're just talking about the implementation	08:57:39
4	role --	08:57:41
5	A. Uh-hmm.	08:57:41
6	Q. -- that we haven't talked about.	08:57:42
7	MR. McKEEBY: Go ahead, if you understand.	08:57:44
8	A. The example I gave was one of --	08:57:50
9	BY MS. RAY:	08:58:00
10	Q. Many?	08:58:00
11	A. -- hundreds.	08:58:00
12	Q. Yeah.	08:58:01
13	A. But I think it provides a good illustration of	08:58:02
14	a specific question. There's no specific answer.	08:58:06
15	There's no clear-cut you will do this. It's presenting a	08:58:10
16	question, presenting the different options of the	08:58:17
17	question, gathering that information and then having the	08:58:19
18	connection of how that impacts the software	08:58:25
19	configuration.	08:58:27
20	Q. All right. And I think -- if I understand you	08:58:28
21	correctly, that with the exception of the many other	08:58:30
22	examples that you could provide as to how that worked,	08:58:34
23	we've discussed everything that you would have to have	08:58:36
24	done when you analyze the current business practices of a	08:58:40
25	customer?	08:58:44

1 A. I wouldn't say that. That is -- questions and 08:58:47
2 answers are one example. There could be others, off the 08:58:51
3 top of my head, of what I had conducted. 08:58:54
4 Q. Okay. Like what? 08:58:57
5 A. Another example would be their banking. Did 08:58:58
6 they want positive pay, did I have to contact the bank, 08:59:07
7 obtain bank files. So that would be something that I 08:59:11
8 would have done on behalf of the client, but it wouldn't 08:59:14
9 be a question-and-answer session -- 08:59:17
10 Q. Uh-hmm. 08:59:18
11 A. -- in that type of analysis. 08:59:19
12 Q. Was that part of your normal duties, or was 08:59:21
13 that something that was -- just came up on occasion? 08:59:23
14 MR. McKEEBY: Object to the form of the question. 08:59:26
15 You can answer. 08:59:32
16 A. Every single client is different. Every single 08:59:33
17 implementation is different. There is no -- there is no 08:59:38
18 cookie cutter approach. So it's hard for me to answer 08:59:42
19 that because at Client A, I may have dealt with the 08:59:45
20 banking items. At Client B I may not have. So it's -- I 08:59:50
21 think the example is just that. It's an example but not 08:59:57
22 meant to imply that that's -- that there was a set -- a 09:00:01
23 set model that was repeatable. 09:00:08
24 Q. There would be things that would come up 09:00:11
25 repetitively though, correct? 09:00:13

1 consultants that worked for those particular divisions? 09:41:37

2 A. In general terms, yes. 09:41:40

3 Q. Okay. Can you please tell me what the job 09:41:41

4 duties and functions are of the implementation 09:41:45

5 specialists and consultants as you have understood it? 09:41:47

6 A. The difficulty in answering is it varies 09:41:51

7 greatly across division. 09:41:59

8 Q. Do your best. 09:42:09

9 A. In ERP the organizational structure is a 09:42:11

10 project manager/implementor combination and the 09:42:31

11 implementation duties within ERP are different, say, from 09:42:39

12 Courts and Justice where those -- the organizational 09:42:47

13 structure is different. 09:42:52

14 Q. Okay. How? 09:42:55

15 A. In the ERP organizational structure, the 09:42:58

16 project manager is a product expert. The project manager 09:43:05

17 consults with the client about product features. The 09:43:15

18 product manager is more engaged with the product 09:43:21

19 decisions and implementation approach. 09:43:34

20 Q. How? 09:43:37

21 A. The product managers having the analysis 09:43:37

22 discussions with the client. 09:43:42

23 Q. Okay. So your testimony I'm understanding is 09:43:48

24 that in ERP the product manager has the -- excuse me. 09:43:56

25 I'm sorry. The project manager is the one who does the 09:44:04

1 analyzing the current business practices? 09:44:06

2 A. Not 100 percent of the time. The project 09:44:10

3 manager has product knowledge and is engaged with the 09:44:13

4 client on product-specific analysis. 09:44:22

5 Q. Okay. Tell me what product specific analysis 09:44:27

6 means. 09:44:31

7 A. As we discussed earlier, the questions and 09:44:32

8 answers, the as-is model, the to-be model definition, 09:44:37

9 going through those questions and answers to determine 09:44:45

10 the to-be model, the project manager takes a lead role or 09:44:49

11 a more lead role in ERP. 09:44:56

12 Q. Okay. So if I'm understanding you correctly, 09:44:58

13 you're saying that in ERP the project manager is the one 09:45:02

14 who is primarily involved with the customer to 09:45:06

15 determine -- I shouldn't say that -- but to ascertain 09:45:12

16 from the client what functions they want the software to 09:45:17

17 perform. Is that correct? 09:45:22

18 A. The project manager in ERP because they have 09:45:25

19 that product expertise can perform those functions and 09:45:31

20 often do. 09:45:36

21 Q. Okay. And is it your testimony that the 09:45:38

22 implementation specialists or consultants do not? 09:45:41

23 A. No. The implementation consultants can in ERP 09:45:43

24 perform those same functions. 09:45:53

25 Q. Okay. Do they? 09:45:56

1	A.	That depends on many factors.	09:45:59
2	Q.	Like what?	09:46:05
3	A.	Does the individual implementor have the	09:46:06
4		expertise to do that, does the project manager want to	09:46:11
5		delegate that function to the implementor, how many	09:46:17
6		projects is the project manager working with, how many	09:46:25
7		implementors that project manager has reporting to him or	09:46:30
8		her relative to the number of projects, meaning are they	09:46:33
9		forced to delegate more often than not.	09:46:37
10	Q.	So it may be an aspect of managerial style or	09:46:40
11		practice?	09:46:44
12	A.	One -- that would be one potential reason.	09:46:44
13	Q.	Uh-hmm. Anything else?	09:46:47
14	A.	The ones I mentioned are what come to my mind.	09:46:51
15	Q.	Okay. How else do you believe the job duties	09:46:54
16		or functions of the implementation specialist at ERP are	09:47:01
17		different from other divisions?	09:47:07
18	A.	There are numerous examples. I will provide	09:47:08
19		another.	09:47:20
20	Q.	Let me stop you and withdraw the question, and	09:47:22
21		maybe it will be easier to do it this way. I'm trying to	09:47:25
22		get things to be as brief as possible.	09:47:28
23	A.	Okay.	09:47:30
24	Q.	How are they similar to the job functions	09:47:30
25		performed by implementation specialists in other	09:47:36

1 going to need. They may work with our report writing 09:55:32
2 department to write custom reports that the client has 09:55:34
3 identified that they need, again, all nonclient-facing 09:55:40
4 functions; and they could perform training classes as 09:55:46
5 well. 09:55:53
6 Q. Anything else? 09:55:54
7 A. They could work with third-party vendors on 09:55:54
8 interfaces. They could work with banks on 09:56:04
9 reconciliation. They could work with handheld companies 09:56:12
10 on data gathering for fixed assets or utility billing 09:56:14
11 data. Again, nonclient-facing jobs, but you're not going 09:56:19
12 live without those functions, and I'm thinking -- I don't 09:56:24
13 mean to create a finite list. I'm not going to be able 09:56:31
14 to create a finite list of everything they do. It's 09:56:34
15 different at every client and every implementation. 09:56:37
16 Q. Okay. On average what percentage of time do 09:56:40
17 the implementation consultants or specialists at ERP work 09:56:45
18 with training the client? 09:56:49
19 A. I'm not sure I would be able to even come close 09:56:51
20 to a guess. It -- it can't be as finite as a percentage. 09:56:55
21 Every client is different. Every implementation is 09:57:00
22 different. It depends on size and the number of modules 09:57:02
23 that they're performing. 09:57:05
24 Q. Sure. That's why I asked for an average. I 09:57:06
25 didn't ask for a finite percentage. 09:57:09

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1 could spend 10 percent of my time. So to say that the 09:58:28
2 average is 50 -- if you take those two examples, one was 09:58:32
3 90, one was 10, the average was 50. So to say it's 09:58:37
4 50 percent of the time is a culmination of that 09:58:42
5 statistical data. 09:58:45

6 Q. That's why it's an average. 09:58:46

7 A. So it's -- I would say it's 50 percent of the 09:58:48
8 time, 25 to 50 percent of the time in front of the 09:58:50
9 client, 25 to 50 percent of the time not in front of the 09:58:53
10 client, and it could change with every implementation. 09:58:56

11 Q. All right. And as far as the project manager 09:58:59
12 for the people at ERP -- oh, before I get into this any 09:59:05
13 further, are you testifying in terms of what the current 09:59:09
14 structure is at Tyler Technologies; in other words, when 09:59:13
15 we're referring to ERP, are we referring to MUNIS, Eden, 09:59:16
16 EDP? 09:59:23

17 A. It varies within those. MUNIS is -- has a 09:59:28
18 different organizational structure in terms of the 09:59:33
19 implementation than Eden. 09:59:37

20 Q. Uh-hmm. Okay. Well, let's go down that road 09:59:38
21 then. 09:59:41

22 A. Okay. 09:59:41

23 Q. Is there anything else that is different in 09:59:42
24 terms of -- well, first of all, who are you talking 09:59:44
25 about, then, when we're talking about ERP implementation 09:59:46

1 an expert. At Eden they have always been or historically 10:07:45
2 been what we call a bull-pen approach. 10:07:50
3 Q. Uh-hmm. Okay. And what about INCODE? 10:07:53
4 A. INCODE is a similar approach to Eden. They are 10:08:06
5 a bull-pen approach where the product -- I'm sorry, the 10:08:11
6 project manager is not the product expert. 10:08:18
7 Q. Okay. And so we don't need to go through all 10:08:26
8 of the particular job functions unless you tell me that 10:08:30
9 there is something unique. But is it fair to say that 10:08:34
10 the job duties and functions are -- mirror Eden's, in 10:08:37
11 other words, for the implementation specialists at 10:08:44
12 INCODE? 10:08:46
13 A. The other -- I wouldn't say 100 percent. The 10:08:47
14 INCODE has -- the INCODE team has tax, courts, and public 10:09:00
15 safety products which require specialization that the 10:09:09
16 Eden folks don't have. 10:09:16
17 Q. Okay. What type of specialization? Are we 10:09:21
18 talking product specialization, or are we talking about 10:09:24
19 tax background or something like that? 10:09:27
20 A. Both. 10:09:28
21 Q. Uh-hmm. Okay. And how so? What kind of 10:09:29
22 specialization is required for public safety? 10:09:35
23 A. I'll combine the public safety and the courts. 10:09:38
24 The nature of the implementations is kind of an all -- 10:09:42
25 you want all of your applications going live at the same 10:09:52

1 time. 10:09:57

2 MR. MCKEEBY: This is at INCODE? 10:09:57

3 THE DEPONENT: At INCODE dealing with -- and when we 10:09:59

4 get to it, Courts, and I can describe more later. 10:10:03

5 A. So that provides a level of, I would say, 10:10:10

6 management, getting all of your applications lined up to 10:10:21

7 go live at the same time where the Eden, the MUNIS, an 10:10:27

8 even INCODE financials can be staggered. You could do 10:10:31

9 financials one day, payroll one day. You could stagger 10:10:36

10 it out. But they have a different burden because you 10:10:39

11 want all of your courts and your public safety up and 10:10:44

12 running at one fell swoop so that when the sheriff pulls 10:10:49

13 someone over and they have an outstanding warrant for 10:10:53

14 them, that sheriff needs to know that or that sheriff 10:10:55

15 could be in trouble. So they have to -- the 10:10:59

16 implementation consultants because they don't have a 10:11:02

17 product -- project manager who is a product expert have 10:11:04

18 that added burden of managing multi-tasking that the Eden 10:11:08

19 folks and MUNIS folks don't have. 10:11:13

20 Q. And so I might understand correctly, because it 10:11:15

21 needs to go live at the same time, it's really a timing 10:11:18

22 issue? 10:11:21

23 A. It's -- it's -- I'd call it a project 10:11:22

24 management juggling issue. 10:11:25

25 Q. Uh-hmm. 10:11:28

1 where the project is relative to the contract, billing, 10:14:45
2 if the client has any billing questions, et cetera. 10:14:51
3 Q. Okay. And what percent of the time does the 10:14:54
4 implementation specialist spend doing the consulting with 10:15:00
5 the client at Eden and INCODE? 10:15:06
6 A. I think the question is ambiguous. Let me see 10:15:08
7 if I can clarify. The percentage of time at a particular 10:15:19
8 implementation or the percentage of time relative to -- 10:15:24
9 for their other job duties? 10:15:27
10 Q. Both. 10:15:29
11 A. Relative to their job duties, the 10:15:30
12 implementation consultants at Eden and INCODE are the 10:15:36
13 only people doing the analysis with the client. At a 10:15:38
14 particular implementation, it will be a percentage of 10:15:42
15 their time because they're also doing the go-live 10:15:44
16 support, the post go-live support, et cetera. 10:15:49
17 Q. Okay. On average how are those job duties 10:15:52
18 split up in terms of time? Do you see what I'm getting 10:15:57
19 at? 10:16:00
20 A. No. 10:16:01
21 Q. Okay. I think what you're trying to tell me is 10:16:01
22 that at Eden and INCODE 100 percent of the time the 10:16:04
23 implementation consultants will do the consulting with 10:16:10
24 clients; is that correct? 10:16:12
25 A. That is correct. 10:16:12

1 Q. Okay. And at MUNIS they do it zero percent of 10:16:16
2 the time; is that correct? 10:16:24
3 A. That is not correct. I think we discussed 10:16:25
4 earlier it's the project manager's discretion whether the 10:16:27
5 project manager would like to do it or they wanted to 10:16:31
6 delegate that task. So it would depend. 10:16:35
7 Q. Okay. And if at Eden and INCODE it's 10:16:38
8 100 percent of the time that they do that, what percent 10:16:43
9 of the time would they spend doing the consulting with 10:16:47
10 the client versus their other tasks, training and, you 10:16:51
11 know, assisting with go-live and that type of thing? 10:16:54
12 A. I want to -- I don't like the -- I want to back 10:16:56
13 up. I don't like the term 100 percent. That's -- that's 10:17:06
14 too narrow a definition to say that someone at Eden and 10:17:09
15 INCODE. Some other staff member could work with a client 10:17:11
16 to do analysis. 10:17:15
17 Q. Like who? 10:17:18
18 A. They might -- it could be someone in the 10:17:18
19 support department that helps out on occasion. If there 10:17:23
20 was -- if I didn't have anyone scheduled to go to a 10:17:26
21 particular client site, we could ask a manager in support 10:17:29
22 or someone who had product knowledge. So to say it's 10:17:33
23 100 percent I think is too narrow, but predominantly 10:17:36
24 within those organizations the implementation specialists 10:17:39
25 are the ones engaging with clients for the analysis; but 10:17:44

1 I don't want to -- I don't want to say that that's the 10:17:49
2 only ones who could do that. That's, I think, too narrow 10:17:52
3 a definition. 10:17:55
4 Within that what percentage of their time is devoted 10:17:57
5 to analysis is -- it's -- it's -- on an average project, 10:18:03
6 and, again, every project is different, it can be above 10:18:17
7 50 percent of the time. It can be upwards of 75 percent 10:18:22
8 of the time on average, but that depends. 10:18:24
9 Q. Okay. Now, what about at Courts and Justice? 10:18:27
10 A. Courts and Justice is similar to Eden and 10:18:43
11 INCODE but unique. They have two separate organizations 10:18:49
12 within their services line. One is the project 10:19:00
13 management organization. They are not product experts. 10:19:04
14 The other is an implementation organization that has 10:19:09
15 multiple layers. 10:19:15
16 Q. What do you mean by multiple layers? 10:19:17
17 A. They have line managers that are unique to 10:19:20
18 Courts and Justice. Then they have implementation 10:19:27
19 analysts and then implementation consultants. Experience 10:19:33
20 would be the key there. 10:19:40
21 Q. What do you mean experience would be the key 10:19:43
22 there? 10:19:46
23 A. A line manager has more experience and so 10:19:46
24 forth. 10:19:53
25 Q. Are we talking about product experience? 10:19:53

CERTIFICATE

I, Cheryl C. Pieske, RMR, Notary Public in and.
for the State of Maine, hereby certify that on AUGUST 18,
2010, personally appeared before me the within-named
deponent who was sworn to testify the truth, the whole
truth and nothing but the truth in the aforementioned
cause of action; and the foregoing, as reduced to
computer type, is a true and accurate record of the
evidence as taken by me by means of stenotype.

I further certify that I am a disinterested person in the
event or outcome of the aforementioned cause.

IN WITNESS WHEREOF, I subscribe my hand at Waldo, Maine,
this 30th day of August, 2010.

Cheryl C. Pieske, RMR

Notary Public

My Commission Expires June 25, 2016.